

No. 00520894

STATE OF MISSOURI



Matt Blunt
Secretary of State


CORPORATION DIVISION

CERTIFICATE OF CORPORATE RECORDS

TELE-RECONNECT INC.

I, MATT BLUNT, Secretary of State of the State of Missouri and Keeper of the Great Seal thereof, do hereby certify that the annexed pages contain a full, true and complete copy of those certain original documents on file and of record in this office for which certification has been requested.

IN TESTIMONY WHEREOF, I have set my hand and imprinted the GREAT SEAL of the State of Missouri, on this, the 7th day of MAY, 2003.


Secretary of State



Articles of Incorporation of a For Profit Corporation

The undersigned natural person of the age of eighteen years or more for the purpose of forming a corporation under The General and Business Corporation Law of Missouri adopts the following Articles of Incorporation:

Article One

The name of the corporation is: **Tele-Reconnect Inc.**

Article Two

The address, including street and number, if any, of the corporation's initial registered office in this state is: 1429 Granite Ridge Drive, St Peters, Missouri 63303. Located in the County of St Charles, and the name of its initial agent at such address is: Duane Adkins.

Article Three

The aggregate number shares the corporation has the authority to issue is 2000 shares of common stock with a par value of \$0.01 per share.

Article Four

The name and place of residence of each incorporator is as follows:

Mark Schiff, AVP, c/o Business Filings International, Inc., 8025 Excelsior Dr., Suite 200, Madison, WI 53717

Article Five

The number of directors to constitute the board of directors is 1.

The name and address of the initial director is:

Eric Johnston, 65 Janey Ave., North Bay, Ontario, Canada P1C1M9

Article Six

The duration of the corporation is perpetual.

Article Seven

The corporation is formed for the following purposes: All lawful business

FILED

MAY 02 2003

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SECRETARY OF STATE

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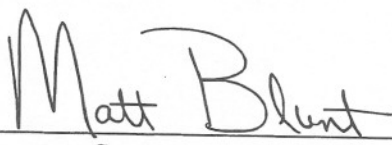
CERTIFICATE OF INCORPORATION

WHEREAS, duplicate originals of Articles of Incorporation of
TELE-RECONNECT INC.

have been received and filed in the office of the Secretary of
State, which Articles, in all respects, comply with the
requirements of General and Business Corporation Law;

NOW, THEREFORE, I, MATT BLUNT, Secretary of State of the
State of Missouri, by virtue of the authority vested in me
by law, do hereby certify and declare this entity a body
corporate, duly organized this date and that it is entitled to
all rights and privileges granted corporations organized under
the General and Business Corporation Law.

IN TESTIMONY WHEREOF, I have set my
hand and imprinted the GREAT SEAL of
the State of Missouri, on this, the
2nd day of MAY, 2003.


Secretary of State

\$58.00



IN WITNESS WHEREOF, these Articles of Incorporation have been signed this 1st day of May, 2003.



Mark Schiff, AVP, Incorporator
Business Filings International, Inc.

State of Wisconsin
County of Dane:

I, Brian O'Connell, a Notary Public, do hereby certify that on this 1st day of May, 2003, personally appeared before me, Mark Schiff, who being by me first duly sworn, declared that he is the person who signed the foregoing document as incorporator, and that the statements therein contained are true.



Brian O'Connell
Notary Public

My commission expires 2/4/07

FILED

MAY 02 2003

Matt Blunt
SECRETARY OF STATE